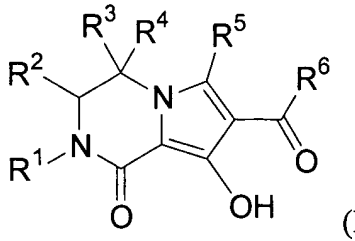
IN THE CLAIMS

The listing of the claims which follows replaces any and all prior versions and/or listings of the claims in the application.

1. (currently amended) A compound of Formula (I), or a pharmaceutically acceptable salt thereof:



(I),

wherein

R^1 is -H, -C_{1-6} alkyl, -C_{3-6} cycloalkyl, or -C_{1-6} alkyl which is substituted with 1 or 2 substituents each of which is independently:

(1) C_{3-8} cycloalkyl,

(2) aryl,

(3) a 5- or 6-membered saturated or mono-unsaturated heterocyclic ring containing from 1 to 4 heteroatoms independently selected from N, O and S,

(4) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, or

(5) a 9- or 10-membered fused bicyclic heterocycle containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein at least one of the rings is aromatic;

wherein

(A) each cycloalkyl is optionally substituted with from 1 to 3 substituents, each of which is independently halo, -C_{1-6} alkyl, or -O-C_{1-6} alkyl;

(B) each aryl is optionally substituted with from 1 to 5 substituents each of which is independently

(1) -C_{1-6} alkyl, optionally substituted with from 1 to 3 substituents each of which is independently -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^aR^b)$, -$C(=O)N(R^aR^b)$, -$C(=O)R^a$, -CO_2R^c, -$S(O)_nR^c$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$,

(2) -O-C_{1-6} alkyl, optionally substituted with from 1 to 3 substituents each of which is independently -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -$S(O)_nR^c$, -$C(=O)N(R^aR^b)$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} haloalkyl,

(5) -OH,

(6) halo,

(7) -CN,

(8) -NO_2,

(9) -$N(R^aR^b)$,

(10) -$C(=O)N(R^aR^b)$,

(11) -$C(=O)R^a$,

(12) -CO_2R^c,

(13) -SR^c,

(14) -$S(=O)R^c$,

(15) -SO_2R^c,

(16) -$N(R^a)SO_2R^c$,

(17) -$SO_2N(R^aR^b)$,

(18) -$N(R^a)C(=O)R^b$, or

(19) -$N(R^a)CO_2R^c$;

(C) each saturated or mono-unsaturated heterocyclic ring is

(i) optionally substituted with from 1 to 5 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo; and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S; and

(D) each heteroaromatic ring or each fused bicyclic heterocycle is

(i) optionally substituted with from 1 to 7 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo; and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or -C_{1-6} alkyl-aryl;

R^2 is -H or -C_{1-6} alkyl;

R^3 is -H, -C_{1-6} alkyl, -C_{1-6} haloalkyl, or -C_{1-6} alkyl substituted with one of -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^aR^b)$, -$C(=O)N(R^aR^b)$, -$C(=O)R^a$, -CO_2R^c, -$S(O)_nR^c$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$;

R^4 is:

(1) -H,
(2) -C_{1-6} alkyl optionally substituted with one of -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^aR^b)$, -$C(=O)N(R^aR^b)$, -$C(=O)R^a$, -CO_2R^c, -$S(O)_nR^c$, -$SO_2N(R^aR^b)$, -$N(R^a)$-$C(R^b)$=O, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, -$N(R^a)C(=O)N(R^aR^b)$, -O-C_{1-6} alkyl-$C(=O)N(R^aR^b)$, -S-C_{1-6} alkyl-$C(=O)N(R^aR^b)$, -$N(R^a)$-C_{1-6} alkyl-$C(=O)N(R^aR^b)$, or -$N(SO_2R^c)$-C_{1-6} alkyl-$C(=O)N(R^aR^b)$,
(3) -C_{1-6} haloalkyl,
(4) -$C(=O)R^a$,
(5) -CO_2R^c,
(6) -$C(=O)N(R^aR^b)$,
(7) -$SO_2N(R^aR^b)$,
(8) -C_{2-6} alkenyl,
(9) -C_{2-6} alkenyl-$C(=O)$-$N(R^a)_2$,
(10) -C_{2-5} alkynyl,
(11) -C_{2-5} alkynyl-$CH_2N(R^a)_2$,
(12) -C_{2-5} alkynyl-CH_2OR^a,
(13) -C_{2-5} alkynyl-$CH_2S(O)_nR^c$, or
(14) -R^k,
(15) -C_{1-6} alkyl substituted with R^k,
(16) -C_{1-6} haloalkyl substituted with R^k,
(17) -C_{1-6} alkyl-O-R^k,
(18) -C_{1-6} alkyl-O-C_{1-6} alkyl-R^k,
(19) -C_{1-6} alkyl-$S(O)_n$-R^k,
(20) -C_{1-6} alkyl-$S(O)_n$-C_{1-6} alkyl-R^k,
(21) -C_{1-6} alkyl-$N(R^a)$-R^k,
(22) -C_{1-6} alkyl-$N(R^a)$-C_{1-6} alkyl-R^k,

(23) $-C_{1-6}$ alkyl-$N(R^a)$-C_{1-6} alkyl-OR^k, with the proviso that the $-N(R^a)-$ moiety and the $-OR^k$ moiety are not both attached to the same carbon of the $-C_{1-6}$ alkyl- moiety,

(24) $-C_{1-6}$ alkyl-$C(=O)-R^k$,

(25) $-C_{1-6}$ alkyl-$C(=O)N(R^a)-R^k$,

(26) $-C_{1-6}$ alkyl-$N(R^a)C(=O)-R^k$,

(27) $-C_{1-6}$ alkyl-$C(=O)N(R^a)-C_{1-6}$ alkyl-R^k, or

(28) $-C_{1-6}$ alkyl-$N(R^a)-C_{0-6}$ alkyl-$S(O)_nR^k$;

wherein R^k is

(i) aryl, which is optionally substituted with from 1 to 5 substituents each of which is independently $-C_{1-6}$ alkyl, $-C_{1-6}$ alkyl-OH, $-C_{1-6}$ alkyl-O-C_{1-6} alkyl, $-C_{1-6}$ alkyl-O-C_{1-6} haloalkyl, $-C_{1-6}$ alkyl-$N(R^aR^b)$, $-C_{1-6}$ alkyl-$C(=O)N(R^aR^b)$, $-C_{1-6}$ alkyl-$C(=O)R^a$, $-C_{1-6}$ alkyl-CO_2R^c, $-C_{1-6}$ alkyl-$S(O)_nR^c$, -O-C_{1-6} alkyl, $-C_{1-6}$ haloalkyl, -O-C_{1-6} haloalkyl, -OH, halo, $-N(R^aR^b)$, $-C(=O)N(R^aR^b)$, $-C(=O)R^a$, $-CO_2R^c$, $-S(O)_nR^c$, or $-SO_2N(R^aR^b)$;

(ii) a 4- to 7-membered saturated or mono-unsaturated heterocyclic ring containing at least one carbon atom and from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heterocyclic ring is:

(a) optionally substituted with from 1 to 5 substituents each of which is independently halogen, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo; and

(b) optionally mono-substituted with aryl or HetA;

wherein HetA is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally fused with a benzene ring, and HetA is optionally substituted with from 1 to 4 substituents each of which is independently $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo; or

(iii) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from optionally substituted with from 1 to 4 substituents each of which is independently $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo;

R^5 is -H or $-C_{1-6}$ alkyl;

R^6 is:

~~(1) —OH,~~
~~(2) —O-C_{1-6} alkyl,~~
~~(3) —N(R^uR^v),~~
~~(4) —O-C_{1-6} haloalkyl,~~
~~(5) —O-C_{1-6} alkyl-aryl~~
~~(6) —O-C_{1-6} alkyl-HetB, or~~
~~(7) —O-C_{1-6} alkyl-HetC,~~

(1) -O-C_{1-6} alkyl,
(2) -N(R^uR^v),
(3) -O-C_{1-6} haloalkyl,
(4) -O-C_{1-6} alkyl-aryl,
(5) -O-C_{1-6} alkyl-HetB, or
(6) -O-C_{1-6} alkyl-HetC,

wherein

R^u is -H or -C_{1-6} alkyl;

R^v independently has the same definition as R^1;

HetB is a 5- or 6-membered saturated or mono-unsaturated ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the ring is optionally substituted with from 1 to 5 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo; and

HetC is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo;

each R^a and R^b is independently -H or -C_{1-6} alkyl;

each R^c is independently a -C_{1-6} alkyl; and

each n is independently an integer equal to 0, 1 or 2.

2. (currently amended) The compound according to claim 1, or a pharmaceutically acceptable salt thereof, wherein:

R^1 is -C_{1-4} alkyl mono-substituted with aryl; wherein the aryl is optionally substituted with from 1 to 4 substituents each of which is independently

(1) -C_{1-4} alkyl, optionally mono-substituted with -OH, -O-C_{1-4} alkyl, -O-C_{1-4} haloalkyl, -CN, -$N(R^aR^b)$, -$C(=O)N(R^aR^b)$, -$C(=O)R^a$, -CO_2R^c, -$S(O)_nR^c$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$,

(2) -O-C_{1-4} alkyl, optionally mono-substituted with -OH, -O-C_{1-4} alkyl, -O-C_{1-4} haloalkyl, -$S(O)_nR^c$, -$N(R^a)$-CO_2R^c, -$C(=O)N(R^aR^b)$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$,

(3) -C_{1-4} haloalkyl,

(4) -O-C_{1-4} haloalkyl,

(5) -OH,

(6) halo,

(7) -CN,

(8) -NO_2,

(9) -$N(R^aR^b)$,

(10) -SR^c,

(11) -$S(=O)R^c$,

(12) -SO_2R^c,

(13) -$N(R^a)SO_2R^c$,

(14) -$SO_2N(R^aR^b)$,

(15) -$N(R^a)C(=O)R^b$, or

(16) -$N(R^a)CO_2R^c$; and

R^6 is:

~~(1) —OH,~~

~~(2) —O-C_{1-6}-alkyl,~~

~~(3) —$N(R^uR^v)$,~~

~~(4) —O-C_{1-6}-haloalkyl,~~

~~(5) —O-C_{1-6}-alkyl-aryl~~

~~(6) —O-C_{1-6}-alkyl-HetB, or~~

~~(7) —O-C_{1-6}-alkyl-HetC,~~

(1) -O-C_{1-6} alkyl,

(2) -N(R^uR^v),

(3) -O-C_{1-6} haloalkyl,

(4) -O-C_{1-6} alkyl-aryl,

(5) -O-C_{1-6} alkyl-HetB, or

(6) -O-C_{1-6} alkyl-HetC,

wherein

R^u is -H or -C_{1-6} alkyl;

R^v is -H, -C_{1-6} alkyl, -C_{3-6} cycloalkyl, or independently has the same definition as R^1 above;

HetB is a 5- or 6-membered saturated or mono-unsaturated ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the ring is optionally substituted with from 1 to 5 substituents each of which is independently halogen, -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo; and

HetC is a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein the heteroaromatic ring is optionally substituted with from 1 to 4 substituents each of which is independently -C_{1-6} alkyl, -C_{1-6} haloalkyl, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, or oxo.

3. (original) The compound according to claim 2, or a pharmaceutically acceptable salt thereof, wherein in R^1 is -$(CH_2)_{1-4}$-phenyl, wherein the phenyl is optionally substituted with from 1 to 3 substituents each of which is independently

(1) -C_{1-4} alkyl, optionally mono-substituted with -OH, -O-C_{1-4} alkyl, -O-C_{1-4} haloalkyl, -CN, -N(R^aR^b), -C(=O)N(R^aR^b), -C(=O)R^a, -CO_2R^c, -S(O)$_n$$R^c$, or -$SO_2$N($R^aR^b$),

(2) -O-C_{1-4} alkyl,

(3) -C_{1-4} haloalkyl,

(4) -O-C_{1-4} haloalkyl,

(5) -OH,

(6) halo,

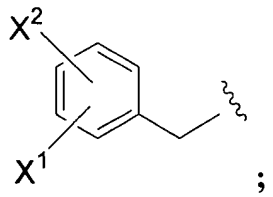
(7) -CN,

(8) -NO_2,

(9) -N(R^aR^b),

(10) $-SR^c$,
(11) $-S(=O)R^c$,
(12) $-SO_2R^c$,
(13) $-N(R^a)SO_2R^c$,
(14) $-SO_2N(R^aR^b)$,
(15) $-N(R^a)C(=O)R^b$, or
(16) $-N(R^a)CO_2R^c$.

4. (original) The compound according to claim 3, or a pharmaceutically acceptable salt thereof, wherein R^1 is:



;

wherein X^1 and X^2 are each independently

(1) -H,
(2) methyl,
(3) ethyl,
(4) methoxy,
(5) ethoxy,
(6) $-CF_3$,
(7) fluoro,
(8) bromo, or
(9) chloro.

5. (original) The compound according to claim 4, or a pharmaceutically acceptable salt thereof, wherein R^1 is 4-fluorobenzyl.

6. (original) The compound according to claim 1, or a pharmaceutically acceptable salt thereof, wherein:

R^2 is -H or $-C_{1-4}$ alkyl;

R^3 is -H or -C_{1-4} alkyl;

R^4 is:

(1) -H,

(2) -C_{1-4} alkyl optionally substituted with one of -OH, -O-C_{1-4} alkyl, -O-C_{1-4} haloalkyl, -CN, -N(R^aR^b), -C(=O)N(R^aR^b), -C(=O)R^a, -CO_2R^c, -S(O)$_n$$R^c$, -$SO_2$N($R^aR^b$), -N($R^a$)-C($R^b$)=O, -N($R^a$)$SO_2R^b$, or -N($R^a$)$SO_2$N($R^aR^b$),

(3) -C(=O)N(R^aR^b),

(4) -R^k,

(5) -C_{1-4} alkyl substituted with R^k,

(6) -C_{1-4} alkyl-O-R^k, or

(7) -C_{1-4} alkyl-O-C_{1-4} alkyl-R^k; and

R^5 is -H.

7. (currently amended) The compound according to claim 1, or a pharmaceutically acceptable salt thereof, wherein R^6 is:

~~(1) -OH,~~
~~(2) -O-C_{1-4}-alkyl,~~
~~(3) -N(R^uR^v),~~
~~(4) -O-C_{1-4}-haloalkyl,~~
~~(5) -O-C_{1-4}-alkyl-aryl~~
~~(6) -O-C_{1-4}-alkyl-HetB, or~~
~~(7) -O-C_{1-4}-alkyl-HetC,~~

(1) -O-C_{1-4} alkyl,
(2) -N(R^uR^v),
(3) -O-C_{1-4} haloalkyl,
(4) -O-C_{1-4} alkyl-aryl,
(5) -O-C_{1-4} alkyl-HetB, or
(6) -O-C_{1-4} alkyl-HetC,

wherein

R^u is -H or -C_{1-4} alkyl;

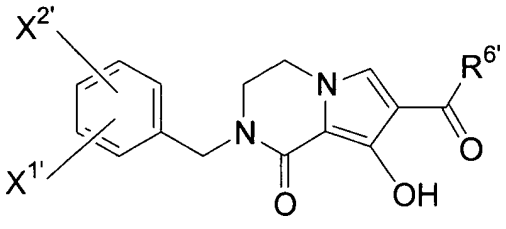
R^v is -H, -C_{1-4} alkyl, or cyclopropyl;

HetB is a 5- or 6-membered saturated ring containing a total of from 1 to 4 heteroatoms independently selected from 1 to 4 N atoms, from 0 to 2 O atoms,

and from 0 to 2 S atoms, wherein the saturated ring is optionally substituted with from 1 to 4 substituents each of which is independently halogen, -C_{1-4} alkyl, -C_{1-4} haloalkyl, -O-C_{1-4} alkyl, -O-C_{1-4} haloalkyl, or oxo; and

HetC is a 5- or 6-membered heteroaromatic ring containing a total of from 1 to 4 heteroatoms independently selected from 1 to 4 N atoms, from 0 to 2 O atoms, and from 0 to 2 S atoms, wherein the heteroaromatic ring is optionally substituted with from 1 to 3 substituents each of which is independently -C_{1-4} alkyl, -C_{1-4} haloalkyl, -O-C_{1-4} alkyl, -O-C_{1-4} haloalkyl, or oxo.

8. (currently amended) A compound of Formula (II), or a pharmaceutically acceptable salt thereof:



(II),

wherein:

$X^{1'}$ and $X^{2'}$ are each independently:

(1) -H,
(2) C_{1-4} alkyl,
(2) -O-C_{1-4} alkyl,
(3) -C_{1-4} haloalkyl,
(4) -O-C_{1-4} haloalkyl, or
(5) halo; and

$R^{6'}$ is:

~~(1) —OH,~~
~~(2) —O-C_{1-4} alkyl, or~~
~~(3) —N(R^uR^v);~~

(1) -O-C_{1-4} alkyl, or
(2) -N(R^uR^v);

wherein

R^u is -H or -C_{1-4} alkyl; and

R^v is -C_{1-4} alkyl or cyclopropyl.

9. (currently amended) A compound according to claim 8, or a pharmaceutically acceptable salt thereof, wherein:

wherein $X^{1'}$ and $X^{2'}$ are each independently:

(1) -H,
(2) methyl,
(2) -OCH_3,
(3) -CF_3,
(4) -OCF_3,
(5) chloro,
(6) fluoro, or
(7) bromo; and

$R^{6'}$ is:

~~(1) —OH,~~
~~(2) methoxy~~
~~(3) ethoxy~~
~~(4) —N(R^uR^v);~~

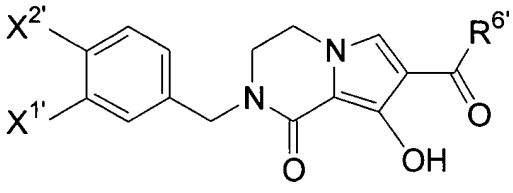
(1) methoxy,
(2) ethoxy, or
(3) -N(R^uR^v);

wherein

R^u is -H; and

R^v is methyl, ethyl, or cyclopropyl.

10. (original) The compound according to claim 8, which is a compound of Formula (III), or a pharmaceutically acceptable salt thereof:



(III),

wherein $X^{1'}$ and $X^{2'}$ are each independently -H or halo.

11. (currently amended) The compound according to claim 10, or a pharmaceutically acceptable salt thereof, wherein

$X^{1'}$ and $X^{2'}$ are each independently -H, fluoro, chloro, or bromo; and

$R^{6'}$ is:

~~(1) —OH,~~
~~(2) methoxy~~
~~(3) ethoxy~~
~~(4) —N(R^uR^v);~~

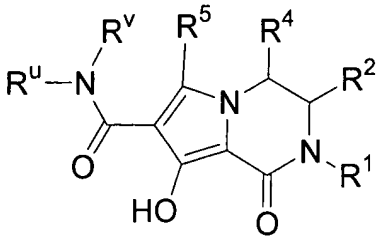
(1) methoxy,
(2) ethoxy, or
(3) -N(R^uR^v);

wherein

R^u is -H; and

R^v is methyl, ethyl, or cyclopropyl.

12. (original) A compound according to claim 1, or a pharmaceutically acceptable salt thereof, which is a compound of Formula (IV):



(IV),

wherein

R^u is -H or -C_{1-6} alkyl;

R^v is C_{1-6} alkyl which is substituted with 1 or 2 substituents each of which is independently:

(1) C_{3-8} cycloalkyl,

(2) aryl,

(3) a 5- or 6-membered saturated or mono-unsaturated heterocyclic ring containing from 1 to 4 heteroatoms independently selected from N, O and S,

(4) a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S, or

(5) a 9- or 10-membered fused bicyclic heterocycle containing from 1 to 4 heteroatoms independently selected from N, O and S, wherein at least one of the rings is aromatic;

wherein

(A) each cycloalkyl is optionally substituted with from 1 to 3 substituents, each of which is independently halo, -C_{1-6} alkyl, or -O-C_{1-6} alkyl;

(B) each aryl is optionally substituted with from 1 to 5 substituents each of which is independently

(1) -C_{1-6} alkyl, optionally substituted with from 1 to 3 substituents each of which is independently -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -CN, -NO_2, -$N(R^aR^b)$, -$C(=O)N(R^aR^b)$, -$C(=O)R^a$, -CO_2R^c, -$S(O)_nR^c$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$,

(2) -O-C_{1-6} alkyl, optionally substituted with from 1 to 3 substituents each of which is independently -OH, -O-C_{1-6} alkyl, -O-C_{1-6} haloalkyl, -$S(O)_nR^c$, -$C(=O)N(R^aR^b)$, -$SO_2N(R^aR^b)$, -$N(R^a)C(=O)R^b$, -$N(R^a)CO_2R^c$, -$N(R^a)SO_2R^c$, -$N(R^a)SO_2N(R^aR^b)$, -$OC(=O)N(R^aR^b)$, or -$N(R^a)C(=O)N(R^aR^b)$,

(3) -C_{1-6} haloalkyl,

(4) -O-C_{1-6} haloalkyl,

(5) -OH,

(6) halo,

(7) -CN,

(8) -NO_2,

(9) -$N(R^aR^b)$,

(10) -$C(=O)N(R^aR^b)$,

(11) $-C(=O)R^a$,
(12) $-CO_2R^c$,
(13) $-SR^c$,
(14) $-S(=O)R^c$,
(15) $-SO_2R^c$,
(16) $-N(R^a)SO_2R^c$,
(17) $-SO_2N(R^aR^b)$,
(18) $-N(R^a)C(=O)R^b$, or
(19) $-N(R^a)CO_2R^c$;

(C) each saturated or mono-unsaturated heterocyclic ring is

(i) optionally substituted with from 1 to 5 substituents each of which is independently halogen, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-O-C_{1-6}$ alkyl, $-O-C_{1-6}$ haloalkyl, or oxo; and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or a 5- or 6-membered heteroaromatic ring containing from 1 to 4 heteroatoms independently selected from N, O and S; and

(D) each heteroaromatic ring or each fused bicyclic heterocycle is

(i) optionally substituted with from 1 to 7 substituents each of which is independently halogen, $-C_{1-6}$ alkyl, $-C_{1-6}$ haloalkyl, $-O-C_{1-6}$ alkyl, $-O-C_{1-6}$ haloalkyl, or oxo; and

(ii) optionally substituted with 1 or 2 substituents each of which is independently aryl or $-C_{1-6}$ alkyl-aryl; and

R^1 is -H or $-C_{1-6}$ alkyl.

13. (original) The compound according to claim 12, or a pharmaceutically acceptable salt thereof, wherein R^v is $-C_{1-4}$ alkyl mono-substituted with aryl; wherein the aryl is optionally substituted with from 1 to 4 substituents each of which is independently

(1) $-C_{1-4}$ alkyl, optionally mono-substituted with -OH, $-O-C_{1-4}$ alkyl, $-O-C_{1-4}$ haloalkyl, -CN, $-N(R^aR^b)$, $-C(=O)N(R^aR^b)$, $-C(=O)R^a$, $-CO_2R^c$, $-S(O)_nR^c$, $-SO_2N(R^aR^b)$, $-N(R^a)C(=O)R^b$, $-N(R^a)CO_2R^c$, $-N(R^a)SO_2R^c$, $-N(R^a)SO_2N(R^aR^b)$; $-OC(=O)N(R^aR^b)$, or $-N(R^a)C(=O)N(R^aR^b)$,

(2) $-O-C_{1-4}$ alkyl, optionally mono-substituted with -OH, $-O-C_{1-4}$ alkyl, $-O-C_{1-4}$ haloalkyl, $-S(O)_nR^c$, $-N(R^a)-CO_2R^c$, $-C(=O)N(R^aR^b)$, $-SO_2N(R^aR^b)$,

$-N(R^a)C(=O)R^b$, $-N(R^a)CO_2R^c$, $-N(R^a)SO_2R^c$, $-N(R^a)SO_2N(R^aR^b)$, $-OC(=O)N(R^aR^b)$, or $-N(R^a)C(=O)N(R^aR^b)$,

(3) $-C_{1-4}$ haloalkyl,

(4) $-O-C_{1-4}$ haloalkyl,

(5) -OH,

(6) halo,

(7) -CN,

(8) $-NO_2$,

(9) $-N(R^aR^b)$,

(10) $-SR^c$,

(11) $-S(=O)R^c$,

(12) $-SO_2R^c$,

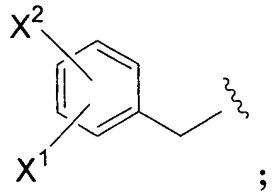
(13) $-N(R^a)SO_2R^c$,

(14) $-SO_2N(R^aR^b)$,

(15) $-N(R^a)C(=O)R^b$, or

(16) $-N(R^a)CO_2R^c$.

14. (original) The compound according to claim 13, or a pharmaceutically acceptable salt thereof, wherein R^v is:



;

wherein X^1 and X^2 are each independently

(1) -H,

(2) methyl,

(3) ethyl,

(4) methoxy,

(5) ethoxy,

(6) $-CF_3$,

(7) fluoro,

(8) bromo, or

(9) chloro.

15. (original) The compound according to claim 14, or a pharmaceutically acceptable salt thereof, wherein R^v is 4-fluorobenzyl.

16. (original) The compound according to claim 12, or a pharmaceutically acceptable salt thereof, wherein:

R^u is -H;

R^5 is -H;

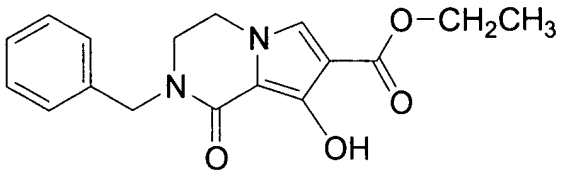
R^4 is:

(1) -H,
(2) $-C_{1-4}$ alkyl optionally substituted with one of -OH, $-N(R^aR^b)$, or $-C(=O)N(R^aR^b)$,
(3) $-C(=O)N(R^aR^b)$,
(4) $-(CH_2)_{1-3}-R^k$,
(5) $-(CH_2)_{1-3}-O-R^k$, or
(6) $-(CH_2)_{1-3}-O-(CH_2)_{1-3}-R^k$;

R^2 is -H; and

R^1 is $-C_{1-4}$ alkyl.

17. (currently amended) A compound selected from the group consisting of:



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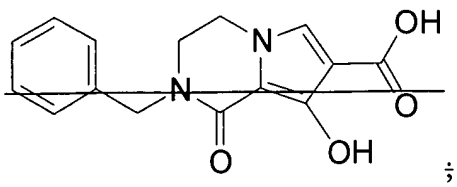

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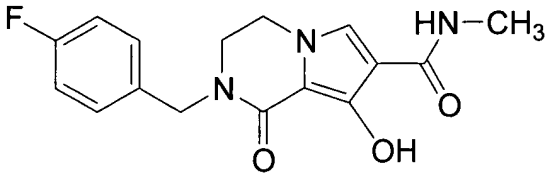
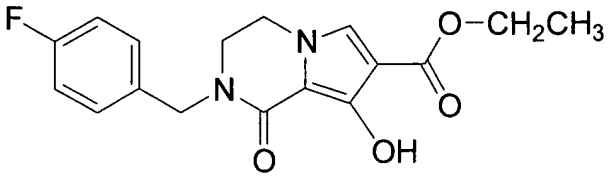

F
HN−CH3
N
N
O
O
OH
;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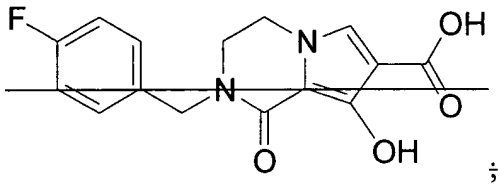
O−CH2CH3
N
N
O
O
OH
;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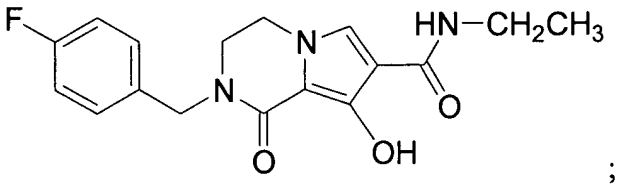
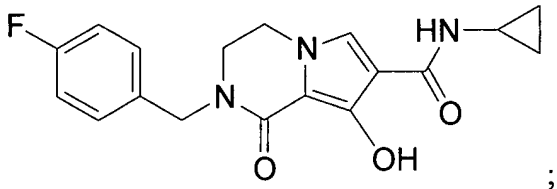
OH
N
N
O
O
OH
;


F
HN−CH2CH3
N
N
O
O
OH
;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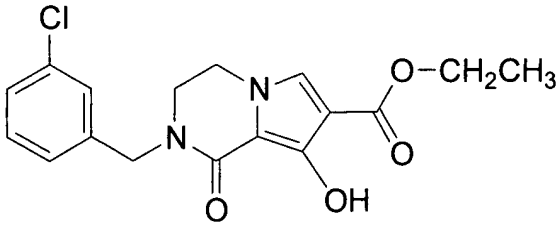
HN
N
N
O
O
OH
;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O−CH2CH3
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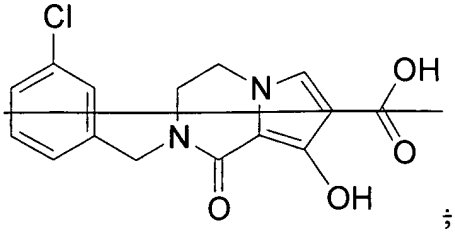
N
O
O
OH
;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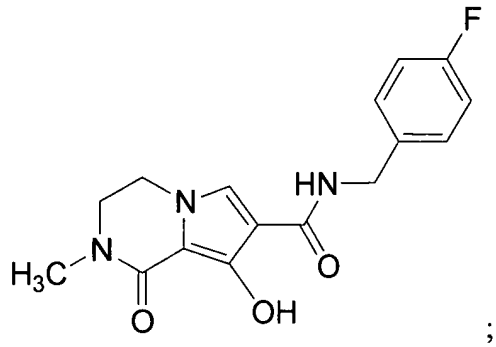
OH
N
N
O
O
OH
;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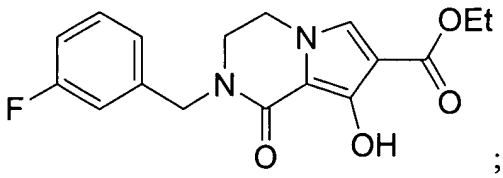
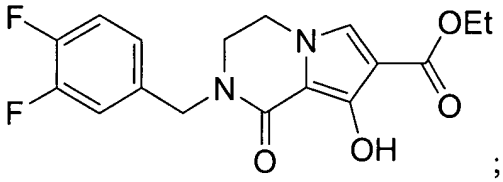
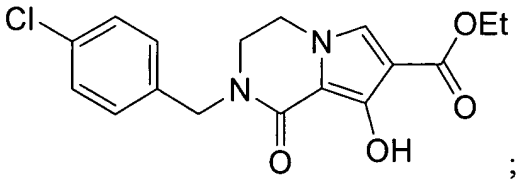
HN
N
N
H_3C
O
O
OH
;


OEt
F
N
N
O
O
OH
;


F
F
OEt
N
N
O
O
OH
;


Cl
OEt
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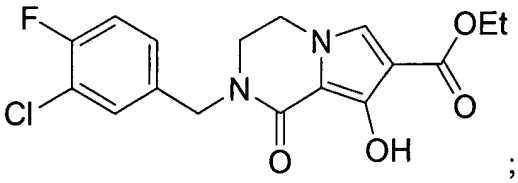
N
O
O
OH
;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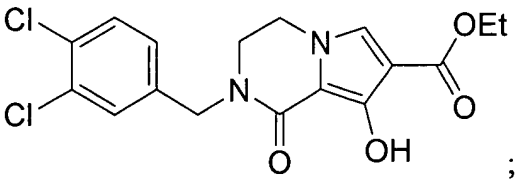
Cl
OEt
N
N
O
O
OH
;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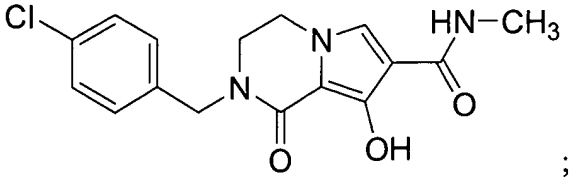
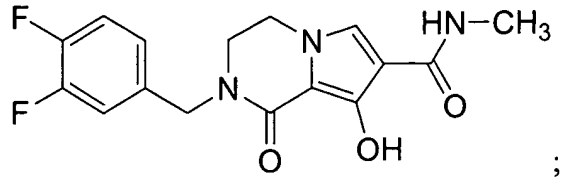
Cl
OEt
N
N
O
O
OH
;


Cl
HN−CH_3
N
N
O
O
OH
;



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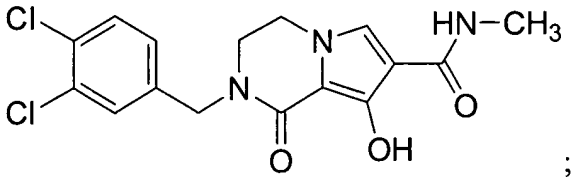

;

and pharmaceutically acceptable salts thereof.

18. (original) A pharmaceutical composition comprising a therapeutically effective amount of a compound according to claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

19. (original) A method of inhibiting HIV integrase in a subject in need thereof which comprises administering to the subject a therapeutically effective amount of the compound according to claim 1, or a pharmaceutically acceptable salt thereof.

20. (original) A method for preventing or treating infection by HIV or for preventing, treating or delaying the onset of AIDS in a subject in need thereof which comprises administering to the subject a therapeutically effective amount of the compound according to claim 1, or a pharmaceutically acceptable salt thereof.

21.-22. (canceled)